

Item 1    Cover Page

**ADV PART 2A: BROCHURE**

**SMARTMONEY.CO, LLC**

5071 JUSTIN TERRACE, FREMONT, CA 94555

**2/3/2021**

This brochure provides information about the qualifications and business practices of SMARTMONEY.CO, LLC. If you have any questions about the contents of this brochure, please contact us by email at [support@SMARTMONEY.CO](mailto:support@SMARTMONEY.CO). Additional information about our SMARTMONEY.CO, LLC is available on the Internet at: [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Our firm's CRD number is: 285943

## Item 2     Material Changes

As an SEC registered investment adviser, our firm is required to comply with the new reporting and filing requirements. Our Firm Brochure, dated 02/03/2021, is our new disclosure document prepared according to those requirements and rules.

After our initial filing of this Brochure, this section will be used to provide our clients with a summary of new and/or updated information.

Consistent with the new rules, we will ensure that you receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business' fiscal year.

Material Changes:

### **Item 12 – Brokerage Practices**

**Our broker-dealer will be: ChoiceTrade (CRD# 104021). Assets will be custodied at ChoiceTrade's clearing firm: Velox Clearing LLC.**

ChoiceTrade is a member of the Financial Industry Regulatory Authority, Inc. (FINRA).

Factors in Selecting a broker

- **Low Commission:** ChoiceTrade offers low commissions to no commission on stocks and options, regardless of account size.
- **Real-time market data:** ChoiceTrade calculates your stock and option buying power in real time

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## Item 4 Advisory Business

SMARTMONEY.CO, LLC (" SMARTMONEY.CO, LLC ") is an SEC-registered investment adviser with its principal place of business located in Fremont, CA.

SMARTMONEY.CO, LLC is a Limited Liability Corporation that will begin conducting advisory business in 2017.

Firm Principal	Title	Enter Ownership Percentage Here
mPura, Inc.	Owner	100%

### Portfolio Management:

Portfolio Management for asset classes of ETFs, government and corporate bonds, short-term investments like CDs, Money Market Funds, Treasury Insured-Protected Securities, etc., Real Estate Investment Trust, Precious metal ETFs, and private investments in startups

Our firm's investment platform is automated. It asks all necessary questions to know the client's family background, educational background, financial background, and financial goals to produce a risk score. Based on the risk score, one of the portfolios that matches the score will be assigned to the client. As all the background data that we collect would change from time to time, the client can make the modifications to any of the backgrounds to get the new score, and hence a new portfolio.

### Our Process:

- After creating a profile for a client, by using KYC steps, we create a risk profile
- The risk profile will result in getting a risk score
- Based on the risk score, one of the already created portfolios for different risk score ranges will be assigned to the client
- A typical portfolio will have both public and private entities
- For example, a client of age 30, married with a kid, and making \$60,000 will have a risk score of 54 out of 100
- As of now, this client will have 75% in public and 25% in private investments
- The client has the option to not participate in private investments
- If the client accepts the private investments as part of the portfolio, then the 25% of investment will be handled by our sister company SmartMoney Ventures, LLC, which is a venture capital firm investing in startup companies
- When we present the public and the private investments, they can see the asset classes in each
- For example, the public part will have ETF, Bonds, Short-term, REIT and Gold
- Each asset within each asset class will have risk profile applied like the overall portfolio
- Once the client accepts the portfolio combination *with* or *without* the private investment part, our platform presents them with the power of attorney
- Once the client accepts it, he/she can start investing
- Moving forward, every dollar that the client invests will go into different assets proportionally

The clients cannot put any restrictions on the kind of securities, and we do not offer individual stocks at this release of the product.

Our firm does not participate in any wrap fee accounts.

As of 01/2021, our firm has approximately \$0 MM in assets under management on a discretionary/non-discretionary basis.

## Item 5 Fees and Compensation

Our fees consist of the following:

Fee Schedule				
Monthly Service Fee	Investment monthly amount	Fee	Billing Period	Payment method
	< \$50	\$0.00	In arrears on monthly basis	Billed separately
	\$50 - \$75	\$0.10		
	\$75 - \$100	\$0.20		
	\$100 - \$150	\$0.30		
	\$150 - \$200	\$0.40		
	\$200 - \$250	\$0.50		
	\$250 - \$500	\$0.60		
	\$500 - \$1000	\$0.70		
	\$1,000 - \$2,000	\$0.80		
	\$2,000 - \$5,000	\$0.90		
	>=\$5,000	\$1.00		
Annual maintenance fee of the entire portfolio	Any amount	0.25%/year of AUM	In arrears on monthly basis	Billed separately

Brokerage commissions are included in the above fees. There will not be any custodian fee but fund expenses charged by ETF sponsors will be paid by the clients. Similarly, if the any other asset has expenses from the respective fund sponsors, it will be made known to the clients when we present the portfolio.

When the client wants to withdraw the funds, there will be financial services fee from the custodian and no fee from us, which will be posted on the web site. All our fees are post-paid. If the advisory contract is terminated before the end of the billing, there will not be any fee.

Our investment advisers do not accept any fee from anyone. As our machine algorithm matches the already created portfolio based on the client's risk profile, we do not anticipate any conflict of interest.

Our portfolios will not have mutual funds as an asset class in the current release.

After the risk profile is created for a client, the client can get the details of the portfolio with each asset class information and how the fund will be distributed. The client can use this info and buy the products from other agents.

We do not collect 50% of your revenue from advisory clients results from commissions and other compensation for the sale of investment products you recommend to your clients.

We do not charge advisory fees in addition to commissions or markups, disclose whether you reduce your advisory fees to offset the commissions or markups.

## Item 6 Performance-Based Fees and Side-By-Side Management

Fee Schedule				
	Amount allowed	Fee	When charged	How
Performance fee only on the <b>private equity asset class</b> of the portfolio, which will be from 0% to 40% of the portfolio depends on the client's risk score and the client's interest. It is being handled by SmartMoney Ventures, LLC a portal intermediary under Title III of JOBS Act	<ul style="list-style-type: none"> <li>Investors making &lt;\$100,000 per year can invest the greater of \$2,000 or 5% of annual income</li> <li>Investors making &gt;\$100,000 per year can invest up to 10% of their annual income</li> <li>No restriction for accredited investors</li> </ul>	15% of the performance	At the time of redemption	Deducted from the returning money
Performance fee on the <b>public asset classes</b> is only for the accredited investors, who need a personalized portfolio management	No restriction for accredited investors	15% of the performance	At the time of redemption	Deducted from the returning money

Our firm does not accept performance-based fees for publicly traded entities including ETF, Bonds etc. for other investors who are not accredited

### **Performance Fees will only be charged to Qualified clients (Rule 205-3)**

- (i) investor has at least \$1 million of assets under management with the investment adviser, or
- (ii) a household net worth of at least \$2.1 million.

## **Item 7    Types of Clients**

SMARTMONEY.CO, LLC provides advisory services to the following types of clients

- Individuals (including high net worth individuals)
- High Net Worth Individuals

## **Item 8    Methods of Analysis, Investment Strategies and Risk of Loss**

We use all or a combination of one or more methods of analysis from Charting Analysis, Technical Analysis, Cyclical Analysis and Long-Term Purchases. As our portfolio will not have individual company stocks, we do not do Fundamental Analysis on them. DISCLOSURE: Investing in securities does involve risk of loss that clients should be prepared to bear.

Here is the procedure to reach that point:

- After creating a profile for a client, by using KYC steps, we create a risk profile
- The risk profile will result in getting a risk score
- Based on the risk score, one of the already created portfolios for different risk score ranges will be assigned to the client
- A typical portfolio will have both public and private entities
- For example, a client of age 30, married with a kid, and making \$60,000 will have a risk score of 54 out of 100
- As of now, this client will have 75% in public and 25% in private investments
- The client has the option to not participate in private investments
- When we present the public and the private investments, they can see the asset classes in each
- For example, the public part will have ETF, Bonds, Short-term, REIT and Gold
- Each asset within each asset class will have risk profile applied like the overall portfolio
- Once the client accepts the portfolio combination with or without the private investment part, our platform presents them with the power of attorney
- Once the client accepts it, he/she can start investing
- Moving forward, every dollar that the client invests will go into different assets proportionally

Since we do not provide advice on the individual companies, our analysis will be based on the broader spectrum of groups of companies that match our portfolio and asset classes like Hi-Tech, Real Estate, etc. We expect to have all the investments as long term investments.

Our portfolio will have ETF, Bonds, Short-term like CDs, REIT and Gold. These asset classes will have less volatility than individual company stocks. We also rebalance them based on the expected return. With all our

conservative approach, some sectors may face higher risk because of the events around the world that we can not anticipate.

## Item 9 Disciplinary Information

We do NOT have any legal or disciplinary events that are material to a client's or prospective client's evaluation of your advisory business or the integrity of your management, disclose all material facts regarding those events.

We do NOT have any administrative proceedings before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority in which your firm or a management person

We do NOT have any self-regulatory organization (SRO) proceedings in which your firm or a management person 1. was found to have caused an investment-related business to lose its authorization to do business; or 2. was found to have been involved in a violation of the SRO's rules and was: (i) barred or suspended from membership or from association with other members, or was expelled from membership; (ii) otherwise significantly limited from investment-related activities; or (iii) fined more than \$2,500.

## Item 10 Other Financial Industry Activities and Affiliations

We do NOT have any management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

As of now, we do not foresee any conflict of interest the way that our business model has been setup. As new opportunities arise, we will continuously evaluate our processes for any conflicts of interest. We will update the clients how we are planning to address the new conflicts of interest.

In the current advisory model, we do not have any plans for other investment advisers.

## Item 11 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

SMARTMONEY.CO, LLC has adopted a Code of Ethics, the full text of which is available to clients upon request. The firm has several goals in adopting this Code.

As per our platform, our advisers do not recommend any securities directly to a client as the platform handles the assignment of the securities based on the individual client's risk profile. If there is going to be a conflict of interest in the future, we will let the client know about it and we will let the client opt-out of using that particular security.

Again, the portfolio with different asset classes will be assigned to a client by our platform based on the client's risk profile and the risk score. Any new security assignment will solely happen only based on the risk criteria and not whether our company or a related person invests in a security. If there is going to be a conflict of interest in the future, we will let the client know about it and we will let the client opt-out of using that particular security.



Our platform does not allow our advisers to buy or sell securities for individual client. The client will know upfront how his/her investment money will be distributed in what assets. We neither allow them to choose the assets nor our investment advisers buy or sell securities for a client. All our transactions are based on the client's risk profile. If there is going to be a conflict of interest in the future, we will let the client know about it and we will let the client opt-out of using that particular security.

## Item 12 Brokerage Practices

### Factors in Selecting a broker

**Broker-dealer: ChoiceTrade (CRD# 104021). Assets will be custodied at ChoiceTrade's clearing broker: Velox Clearing LLC.**

ChoiceTrade is a member of the Financial Industry Regulatory Authority, Inc. (FINRA).

- **Low Commission:** ChoiceTrade offers low commissions to no commission on stocks and options, regardless of account size.
- **Real-time market data:** ChoiceTrade calculates your stock and option buying power in real time
- **Two-factor authentication:** We care about your security and continue to add variety of 2FA options

**Research and Other Soft Dollar Benefits:** We may receive soft dollar benefits in the form of market data and we may also receive brokerage commissions to obtain research or other products. These research and brokerage services obtained in relation to commissions paid to a broker-dealer, and as such, under safe harbor rule or Section 28e of the Securities act. [FYI - ChoiceTrade does not offer soft dollar arrangements].

**Incentives:** We may have an incentive to select or recommend ChoiceTrade based on our interest in receiving the research or other products or services, rather than on your clients' interest in receiving most favorable execution.

**Commissions:** By selecting ChoiceTrade, we may cause clients to pay commissions (or markups or markdowns) higher than those charged by other broker-dealers in return for soft dollar benefits (known as paying-up), disclose this fact.

We may offer soft dollar benefits to service all of our clients' accounts. If doing so, we will seek to allocate soft dollar benefits to client accounts proportionately to the soft dollar credits the accounts generate.

**Products with Soft Dollars:** None; We have not acquired any products using soft dollars.

### Brokerage for Client Referrals.

Our broker-dealer does not refer clients to us therefore we do not have incentive to select or recommend any third-party firms.

We did not receive any client referrals and have not maintained any procedures of such activities.

### Directed Brokerage:

We may recommend, request, or require that a client direct you to execute transactions through ChoiceTrade.

**Client-Directed activities:** We do not permit a client to direct brokerage to a particular firm.

**Aggregation:** We may aggregate the purchase or sale of securities for various client accounts. If this is the case, we will deem a particular order for all client accounts for whom such order is placed to be executed at the average execution price.

## Item 13 Review of Accounts

The firm's investment advisers will conduct reviews of performance in client's accounts. The clients will get notifications through their web/mobile apps or one-on-one call to discuss depends on the kind of account. Frequency of reviews: daily. The clients can review their account 24X7 on their mobile app, and in the future on the web.

## Item 14 Client Referrals and Other Compensation

We do not allow others give any investment advisory services to our clients and we do not have economic scheme in place. We do not have any compensation scheme for client referrals.

## Item 15 Custody

SMARTMONEY.CO, LLC does not have custody of client accounts. The clients can check their accounts 24X7 on their mobile app, and on the web in the future.

## Item 16 Investment Discretion

Our firm accepts discretionary authority for our client accounts. This includes without limitation that we may place orders in your account without discussing with you and you grant us the authority to do so.

## Item 17 Voting Client Securities

SMARTMONEY.CO, LLC does not vote proxies for its client accounts. There are no conflicts of interest to report at this time. SMARTMONEY.CO, LLC does not vote proxies for its client accounts.

## Item 18 Financial Information

We do not require or solicit payment of fees in excess of \$1,200 per client more than six months in advance of services rendered. As an advisory firm, we are also required to disclose any financial condition that is reasonable likely to impair our ability to meet our contractual obligations. SMARTMONEY.CO, LLC has no additional financial circumstances to report.

SMARTMONEY.CO, LLC has not been the subject of a bankruptcy petition at any time during the past ten years.